

EXHIBIT C

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

CSX TRANSPORTATION, INC., et al.,)
)
 Plaintiff,)
)
v.)
)
NORFOLK SOUTHERN RAILWAY)
COMPANY, et al.,)
)
 Defendants.)

Civil Action No. 2:18CV530-RAJ-LRL

DECLARATION OF THOMAS HURLBUT

I, Thomas Hurlbut, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury that the following is true and correct:

1. My name is Thomas Hurlbut. I am over 21 years of age, of sound mind, capable of executing this Declaration, and have personal knowledge of the facts stated herein.

2. I have been named as a defendant in Count VI of the above captioned case, a derivative claim alleging breach of fiduciary duty arising from my service as a member of the board of directors (the "Board") of the Norfolk and Portsmouth Belt Line Railroad ("NPBL").

3. I began my service as a member of the Board of the NPBL on December 18, 2013, and I resigned as a member of the Board of the NPBL effective on August 6, 2019.

Dated: January 31, 2020



THOMAS HURLBUT